

# KISMET MINING CORPORATION LTD. (N.P.L.)

# 1201 - 1177 West Hastings Street  
Vancouver, British Columbia

## NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS


TAKE NOTICE that the Annual General Meeting of Kismet Mining Corporation Ltd. (N.P.L.) (hereinafter called the "Company") will be held at the Queen Anne Room, Georgia Hotel, 801 West Georgia Street, Vancouver, B.C. on Friday, January 30th, 1970, at the hour of 2:30 p.m. in the afternoon for the purpose of receiving the Report of the Directors, receiving the Financial Statements of the Company, and the Auditor's Report thereon for the period ended July 31, 1969, fixing the number of Directors for the ensuing year at four unless otherwise determined by the Directors, electing Directors, appointing Auditors and authorizing the Directors to fix their remuneration, conferring a general authority to take or acquire by purchase or otherwise any shares in any other corporation which authority shall expire at the next general meeting of shareholders of the Company unless it is continued by ordinary resolution passed thereat) and transacting such other business as may properly be brought before the meeting or any adjournment or adjournments thereof.

SHAREHOLDERS who are unable to attend the meeting in person are requested to date and sign the enclosed Form of Instrument of Proxy and to return it to Guaranty Trust Company of Canada, 624 Howe Street, Vancouver, B.C.

DATED at Vancouver, British Columbia, this day of January 19th, 1970.

BY ORDER OF THE DIRECTORS

*D. Ross Fitzpatrick, Secretary*



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# KISMET MINING CORPORATION LTD. (N.P.L.)

## INFORMATION CIRCULAR

This Information Circular accompanies the Notice of the Annual General Meeting of Shareholders of Kismet Mining Corporation Ltd. (N.P.L.) called for 2:30 p.m. in the afternoon, on January 30, 1970, and is furnished in connection with a solicitation of proxies for use at the meeting.

### REVOCABILITY OF PROXY

Any shareholder returning the enclosed form of proxy may revoke the same at any time insofar as it has not been exercised. In addition to revocation in any other manner permitted by law a proxy may be revoked by instrument in writing executed by the shareholder or by his attorney authorized in writing or, if the shareholder is a corporation under its corporate seal, or by an officer or attorney thereof duly authorized, and deposited either at the registered office of the Company, 17th Floor - 1177 West Hastings Street, Vancouver 1, British Columbia, at any time up to and including the last business day preceding the day of the meeting, or any adjournment thereof, at which the proxy is to be used or with the Chairman of such meeting on the day of the meeting, or adjournment thereof, and upon either of such deposits the proxy is revoked.

### PERSONS MAKING THE SOLICITATION

THE ENCLOSED PROXY IS BEING SOLICITED BY THE MANAGEMENT.

Solicitations will be made by mail and possibly supplemented by telephone or other personal contact to be made without special compensation by regular officers and employees of the Company. The Company may reimburse shareholders' nominees or agents for the cost incurred in obtaining from their principals authorization to execute forms of proxy. No solicitation will be made by specially engaged employees or soliciting agents. The cost of solicitation will be borne by the Company.

### VOTING SHARES AND PRINCIPAL HOLDERS THEREOF

The authorized capital of the Company is \$1,500,000 divided into 3,000,000 shares with a nominal or par value of 50c each, of which 1,896,005 shares are issued and outstanding. Each share is entitled to one vote.

To the knowledge of the Directors or Senior Officers of the Company the only persons who beneficially own, directly or indirectly, shares carrying more than 10% of the outstanding voting rights of the Company are:

Name & Address	No. of Shares
Brameda Resources Limited, 7th Floor - Board of Trade Tower, 1177 West Hastings Street, Vancouver 1, B.C.	596,000

The share transfer record of the Company will not be closed prior to the meeting, but only shareholders of record January 23, 1970, will be entitled to vote at the meeting. Those shareholders desiring to be represented at the meeting by proxy must mail the form of proxy to or deposit same with the Guaranty Trust Company of Canada, 624 Howe Street, Vancouver 1, B.C., at any time before the meeting.





## ELECTION OF DIRECTORS

The Directors of the Company are elected annually and hold office until the next annual meeting of shareholders or until their successors are appointed. The enclosed proxy will be voted for the nominees herein listed.

THE MANAGEMENT DOES NOT CONTEMPLATE THAT ANY OF THE NOMINEES WILL BE UNABLE TO SERVE AS A DIRECTOR. IN THE EVENT THAT PRIOR TO THE MEETING ANY VACANCIES OCCUR IN THE SLATE OF NOMINEES HEREIN LISTED, IT IS INTENDED THAT DISCRETIONARY AUTHORITY SHALL BE EXERCISED BY MANAGEMENT TO VOTE THE PROXY FOR THE ELECTION OF ANY OTHER PERSON OR PERSONS AS DIRECTORS.

The nominees for the office of Director and information concerning them as furnished by the individual nominees are as follows:

Name	Present Office Held	Term Expires	Present Principal Occupation	Principal Occupation for Last Five Years	Period for which Nominee has been Director of the Company	Approx. No. of Shares Beneficially owned directly or indirectly as of Dec. 31, 1969
Bernard O. Brynelsen	President and Director	1970 Annual Meeting	Mining Executive; President of Brenda Mines Ltd.; Chairman of the Board of Brameda Resources Limited.	Mining Executive; President of Brenda Mines Ltd.; President of Churchill Copper Corporation Ltd.; President Magnum Consolidated Mining Co.	Since Aug. 15/68	Nil
Mervin E. Davis	Vice President and Director	1970 Annual Meeting	Mining Executive; Vice President of Brenda Mines Ltd.; President, Brameda Resources Limited; Director Magnum Consolidated Mining Co. Ltd. (N.P.L.) and Churchill Copper Corporation Ltd.	Mining Executive; Vice President of Brenda Mines Ltd.; President, Brameda Resources Limited; Director of Magnum Consolidated Mining Co. Ltd. (N.P.L.) and Churchill Copper Corporation Ltd.	Since Aug. 15/68	Nil
Jacob Austin	Executive Vice President and Director	1970 Annual Meeting	Solicitor, Andrews, Swinton & Company; Senior Vice President, Brameda Resources Limited	Solicitor	Since Aug. 15/68	Nil
Morris M. Menzies	Director	1970 Annual Meeting	Director, Brenda Mines Ltd.; Director, Brameda Resources Limited	Director	Since Aug. 15/68	Nil



#### **REMUNERATION OF MANAGEMENT AND OTHERS**

The Company paid no remuneration to its Directors and Officers during the last fiscal year.

#### **APPOINTMENT OF AUDITORS**

It is intended to vote the proxy to appoint Rose, Gale & Co., Chartered Accountants, 1177 West Hastings Street, Vancouver, B.C., as Auditors of the Company and to authorize the Directors to fix their remuneration. They were appointed auditors for the Company in 1967.

#### **OTHER MATTERS TO BE ACTED UPON**

THE MANAGEMENT KNOWS OF NO OTHER MATTERS TO COME BEFORE THE MEETING OF SHAREHOLDERS OTHER THAN REFERRED TO IN THE NOTICE OF MEETING. SHOULD ANY OTHER MATTERS PROPERLY COME BEFORE THE MEETING, THE SHARES REPRESENTED BY THE PROXY SOLICITED HEREBY WILL BE VOTED ON SUCH MATTERS IN ACCORD WITH THE BEST JUDGMENT OF THE PERSONS VOTING THE PROXY.

By Order of the Board

*D. Ross Fitzpatrick, Vice President & Secretary*

